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1 Q. Okay. How about Mr. Casey? What
2 office did he hold at the beginning?
3 A. **Secretary.**
4 Q. Any other officers at the beginning of
5 DSMI's formation?
6 A. **No.**
7 Q. Okay. Have there been any changes in
8 the officers of DSMI since the beginning?
9 A. **No.**
10 Q. Okay. So you've had three officers,
11 president, secretary, treasurer, and yourself,
12 Mr. Patel. and Mr. Casey serving in those
13 capacities? That has not changed from April 1993
14 to the present; is that correct?
15 A. **Yes.**
16 Q. All right. Now when DSMI was
17 organized in April of '93, who was on the board
18 of directors then?
19 A. **Ed Grogan.**
20 Q. Please spell it for the record.
21 A. **Grogan is G-R-O-G-A-N, I believe;**

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1 **George Via, V-I-A; and Mike Grove, G-R-O-V-E.**
2 Q. How about yourself? Were you a
3 nonvoting member at that time -- member of the
4 board, that is?
5 A. **I think that's consistently been true.**
6 Q. Okay. So there were four directors at
7 the beginning of DSMI's existence, Mr. Grogan,
8 Mr. Via, Mr. Grove, and then yourself as
9 nonvoting; is that correct?
10 A. **Right.**
11 Q. All right. Now describe for us how,
12 if at all, this has changed from April of '93 to
13 the present in terms of changes in directors,
14 changes in number of directors, et cetera. How
15 has the composition of the Board of DSMI changed,
16 if at all, since April of 1993 to the present?
17 A. **Well, we have totally different**
18 **directors now, actually. Those gentlemen are all**
19 **gone, so I don't -- do you want a list of the**
20 **current ones?**
21 Q. I want you to take me through

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1 chronologically and tell me who was substituted
2 for whom and when, if you can remember. Let's
3 start with this. Has the number of directors
4 consistently stayed at three from April of '93 to
5 the present?
6 A. **No, recently there was a fourth added.**
7 Q. When I say "three," I mean three
8 voting obviously?
9 A. **Right.**
10 Q. Okay. And when was the fourth added?
11 A. **I don't know the exact date.**
12 Q. Within the last two years?
13 A. **Yes.**
14 Q. Okay. So you had three voting
15 directors up until approximately the last two
16 years and then there became a fourth member; is
17 that correct?
18 A. **It's -- yes, it's been more recent**
19 **than two years.**
20 Q. All right. That's why I said
21 approximately because you were uncertain, I

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1 gather. What do you do for tie breakers?
2 A. **We have not had a tie.**
3 Q. Okay. Who was the fourth member
4 recently added?
5 A. **Benjamin Schneider, S-C-H-N-E-I-D-E-R.**
6 Q. Okay. Looking first at Mr. Grogan,
7 did his place on the board change? Was he
8 replaced at a certain point in time?
9 A. **He was.**
10 Q. When was that and who replaced him?
11 A. **I actually can't tell you either one**
12 **of those. I can't remember the gentleman's name**
13 **who replaced him.**
14 Q. Do you remember when he was replaced?
15 A. **Not specifically, no.**
16 Q. Do you remember why he was replaced?
17 A. **He retired.**
18 Q. Okay. And then someone else came on
19 board, I gather?
20 A. **Right.**
21 Q. You can't remember his name?

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1 A. Right.
2 Q. And was that person replaced at a
3 certain point in time?
4 A. Yes.
5 Q. By whom?
6 A. By Ward Reed, R-E-E-D.
7 Q. Okay. When did Mr. Read come on
8 board?
9 A. I would guess '97.
10 Q. Okay. And has he stayed on board to
11 the present?
12 A. Yes.
13 Q. Does he presently serve on the board?
14 A. Yes.
15 Q. Okay. Let's go through the same
16 process with Mr. Via.
17 A. Via retired as well.
18 Q. When?
19 A. I don't remember that either.
20 Q. Okay. Who succeeded him?
21 A. Steve Chappell, C-H-A-P-P-E-L-L.

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1 Q. Okay.
2 A. I would guess --
3 Q. And has Mr. Chappell served
4 continuously since he replaced Mr. Via?
5 A. Yes.
6 Q. So Mr. Chappell is a present member of
7 the board?
8 A. Yes.
9 Q. How about Mr. Grove? Same process.
10 A. He retired within the last year.
11 Q. Okay. So he served continuously on
12 the DSMI board until the last year when he
13 retired; is that correct?
14 A. Correct.
15 Q. And then he was replaced by whom?
16 A. Grant Clark, C-L-A-R-K.
17 Q. Okay. Now as to all of these
18 gentlemen who have served as members of the DSMI
19 board, including yourself as a nonvoting member,
20 how are they appointed to the board? How did
21 they come to get their positions as members of

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1 the DSMI board?
2 A. I believe they're appointed by the
3 Telcordia or Bellcore board.
4 Q. Okay. Has DSMI since April of '93 had
5 just one shareholder?
6 A. Yes.
7 Q. And is that Bellcore, now known as
8 Telcordia?
9 A. Yes.
10 Q. Has DSMI ever had any other
11 shareholder or more than one shareholder at any
12 time?
13 A. No.
14 Q. Okay. Do any of these members of the
15 board, Grogan, Via, et cetera -- all those that
16 you have named, do they have any affiliations
17 with Bellcore, now Telcordia, or the Reboks?
18 MR. JENSEN: Are you asking about
19 present affiliations?
20 BY MR. SMITH:
21 Q. Have they had -- did they have

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1 affiliation or had they had affiliations at any
2 time while serving on the board of DSMI?
3 A. I wouldn't know that. I don't know.
4 Q. What about Mr. Grogan? Did you know
5 him?
6 A. Uh-huh, yes.
7 Q. Did he have a job other than serving
8 on the DSMI board while he was serving on the
9 DSMI board?
10 A. Well, they -- he was a Bellcore
11 employee.
12 Q. Okay. What did he do at Bellcore
13 while he served on the DSMI board?
14 A. Which one are we talking about?
15 Q. Grogan.
16 A. Grogan was a financial officer at
17 Bellcore.
18 Q. Okay. And was he a financial officer
19 at Bellcore at all times that he served on the
20 DSMI board?
21 A. Yes.

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1 Q. Okay. Did he have any relationship
2 other than his Bellcore employment with any of
3 the Reboks?
4 A. I wouldn't know.
5 MR. JENSEN: You mean RBOCs?
6 MR. SMITH: I like to call them
7 Reboks.
8 MR. JENSEN: That's an athletic
9 company, isn't it?
10 MR. SMITH: That's why I like to call
11 them that.
12 BY MR. SMITH:
13 Q. How about Mr. -- was it Reed who
14 replaced Grogan? You couldn't remember who
15 replaced Grogan?
16 A. Right.
17 Q. Do you remember whether this person
18 whose name we don't have had any affiliation with
19 Bellcore?
20 A. He was the financial officer.
21 Q. No. Going back, you said Grogan was

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1 succeeded by a gentleman whose name you can't
2 recall.
3 A. Right.
4 Q. Even though you can't recall that
5 person's name, can you recall whether that person
6 had any affiliation with Bellcore while he served
7 on the DSMI board?
8 A. He was the financial officer at
9 Bellcore.
10 Q. Okay. How about Mr. Reed? Are you
11 going to tell me that he was the financial
12 officer at Bellcore too?
13 A. Uh-huh, yes.
14 Q. This is the financial officer of
15 Bellcore position on the DSMI board? It's kind
16 of like the Supreme Court where we have people
17 from the west and we have a woman and so forth.
18 That's a joke.
19 How about Mr. Via? While he served on
20 the DSMI board, did he have a position with
21 Bellcore?

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1 A. Yes.
2 Q. What was that position?
3 A. He was a -- I think it was called
4 customer services vice president.
5 Q. Okay. To your knowledge did he have
6 any position or affiliation with any of the RBOCs
7 other than his employment at Bellcore while he
8 served on the DSMI board?
9 A. I wouldn't know.
10 Q. Same question about Mr. Chappell.
11 While he served on the DSMI board, was he
12 employed by Bellcore?
13 A. Yes.
14 Q. And what position?
15 A. He actually has a software development
16 group. I'm not sure what the title is.
17 Q. And do you know whether he had any
18 affiliation with any RBOC aside from his
19 employment at Bellcore while he was serving on
20 the DSMI board?
21 A. No, I don't.

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1 Q. Okay. How about Mr. Mike Grove?
2 While he served on the DSMI board, was he
3 employed by Bellcore?
4 A. Yes, he was.
5 Q. What was his position?
6 A. He was general counsel.
7 Q. Okay. For Bellcore?
8 A. For Bellcore.
9 Q. And Mr. Clark, who replaced Mr. Grove.
10 While Mr. Clark served on the board of DSMI, was
11 he an employee of Bellcore?
12 A. Yes.
13 Q. And what was his position during that
14 time at Bellcore?
15 A. He was general counsel.
16 Q. Okay. Did either Mr. Clark or
17 Mr. Grove have affiliations with any of the RBOCs
18 aside from their employment at Bellcore while
19 they were serving on the DSMI board?
20 A. I wouldn't know.
21 Q. Okay. Mr. Schneider. Has he been

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1 employed by Bellcore while he's been serving on
2 the DSMI board?

3 A. Yes.

4 Q. What does he do at Bellcore?

5 A. **Software development group.**

6 Q. Okay. Does he have any affiliation
7 with any of the RBOCs?

8 A. **Again, I wouldn't know.**

9 Q. How about you? While you've been
10 serving on the DSMI Board, have you had any
11 employment at Bellcore?

12 A. No.

13 Q. How many employees does DSMI have
14 today?

15 A. Six.

16 Q. Who are they and what do they do?

17 A. **Myself is one. I've already mentioned**
18 **Anil Patel and Joseph Casey. There's Eric Chuss,**
19 **C-H-U-S-S. He does industry interface work for**
20 **us. We have Nancy Kinsey, K-I-N-S-E-Y, supports**
21 **billing and billing hot line activities. We have**

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1 **Ellen Goodman, G-O-O-D-M-A-N, who handles sort of**
2 **office activities.**

3 Q. Has DSMI at any time had more than six
4 employees?

5 A. No.

6 Q. Has it had fewer than six employees at
7 any time?

8 A. Yes.

9 Q. Okay. When was that and how many?

10 A. **The minimum we've ever had was five,**
11 **but we've gone back and forth between five and**
12 **six a few times.**

13 Q. All right. In order to perform its
14 business functions, does DSMI use manpower from
15 anywhere else in the Bellcore system or RBOC
16 system?

17 MR. JENSEN: Wait a second. I'm going
18 to object to that question, first of all, because
19 it's confusing, vague, and ambiguous and,
20 secondly, because it assumes a fact I don't think
21 is the truth or certainly not in evidence and,

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1 that is, there's an identity between Bellcore and
2 the Bell System or the RBOCs. You need to
3 clarify that.

4 BY MR. SMITH:

5 Q. I wasn't assuming anything. The
6 question simply was, in order to get the job done
7 at DSMI, whatever that job may have entailed over
8 the years, has DSMI at any time drawn on manpower
9 outside of DSMI and within Bellcore or any
10 affiliated entity?

11 MR. JENSEN: I think you need to
12 explain what you mean by "affiliated entity" if
13 you're going to include that.

14 BY MR. SMITH:

15 Q. Let's just start with Bellcore.

16 A. **Well, I'm not sure what you mean by to**
17 **get its job done again. I mean, in terms of our**
18 **job responsibilities, our responsibilities are to**
19 **support toll free services. We do that**
20 **ourselves.**

21 Q. Okay. What about to develop

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1 improvements to the software in the database? Do
2 you six guys -- have you always done that among
3 yourselves?

4 A. **We're not responsible for that**
5 **activity.**

6 Q. Okay. Was it Chutz, C-H-U-T-Z, the
7 gentleman who was the industry interfacier?

8 A. **Chuss, C-H-U-S-S.**

9 Q. Mr. Chuss, what does his job entail?

10 A. **He handles a lot of the issues related**
11 **to industry activities primarily associated with**
12 **the SMS/800 web site. That's the bulk of his**
13 **activities, actually.**

14 Q. Okay. When DSMI was formed, what was
15 its job responsibility?

16 A. **We provide day-to-day management and**
17 **oversight of the SMS/800 database services.**

18 Q. Okay. Has that remained constant
19 since April of '93?

20 A. Yes.

21 Q. Okay. What specifically does that

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1 mean?

2 A. I'm not sure what you're asking.

3 Q. Well, you said that you administered
4 the SMS/800 service, and what specifically --
5 break that down for me. Be a little more
6 concrete. What does that entail?

7 A. We provide oversight of the vendors
8 who provide the services. We work with the
9 industry to address industry concerns and
10 industry issues. We coordinate plans for
11 expansion of the system or enhancement of the
12 system.

13 Q. What else?

14 A. We answer telephone -- I mean, we
15 answer telephones. We do all kinds of things.
16 We participate in depositions.

17 Q. You get sued and sue. That's a joke
18 too. How often does the DSMI board of directors
19 meet?

20 A. Annually.

21 Q. Just once a year? Does it meet more

1 A. Yes.

2 Q. Okay. Who is that? Is it more than
3 one attorney or is it just one attorney?

4 A. It's more than one attorney.

5 Q. Okay. So DSMI then has more than six
6 employees. You have an attorney or two or three.
7 How many attorneys are we talking about?

8 A. Two.

9 Q. And what are their names?

10 A. Louise Tucker, T-U-C-K-E-R, and John
11 Braun, B-R-A-U-N.

12 Q. And are these attorneys employees of
13 DSMI?

14 A. No.

15 Q. Who employs these employees?

16 A. Telcordia.

17 Q. Does Telcordia employ attorneys in
18 addition to Ms. Tucker and Mr. Brown?

19 A. Yes.

20 Q. Are these just the two Telcordia
21 attorneys that are designated to assist DSMI

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1 often than that?

2 A. Not usually, no.

3 Q. Let me put it this way. Do the bylaws
4 require meetings more often than once a year for
5 the DSMI board?

6 A. No.

7 Q. And from what you're telling me, I
8 gather that basically all they have met since '93
9 to the present is once a year?

10 A. That's correct.

11 Q. Okay. Have there been any times
12 through that period, '93 to the present, where
13 they've met more than once a year that you can
14 remember?

15 A. No.

16 Q. Okay. Have you attended every single
17 board meeting of the DSMI board since its --
18 since DSMI was formed in '93?

19 A. I'm not sure. I may have missed one.

20 Q. Okay. Does DSMI have in-house
21 counsel?

1 then?

2 A. Yes.

3 Q. When you say "in-house," you mean that
4 you tap into the Telcordia legal staff -- at
5 least DSMI taps into Telcordia's legal staff for
6 assistance? Is that a fair statement?

7 A. Yes.

8 Q. Has DSMI over the years since its
9 organization used any attorneys on the Telcordia
10 staff other than these two?

11 A. No.

12 Q. Do these two attorneys -- Ms. Tucker
13 and Mr. Braun, do they serve in any capacity as
14 officer or director at Telcordia in addition to
15 their function as counsel?

16 A. I wouldn't know that. I don't know.

17 Q. Okay. When DSMI has to make a
18 decision in connection with litigation, such as
19 this case with Beehive, describe the
20 decision-making chain of command at DSMI.

21 MR. JENSEN: I'm going to object to

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1 that question. I think that goes beyond the
2 scope of permissible discovery.

3 Go ahead and answer.

4 THE WITNESS: We work with our counsel
5 and the board of directors as necessary.

6 BY MR. SMITH:

7 Q. Well, you only meet once a year with
8 the board you said. So what if something comes
9 up six months away from your board meeting? Then
10 who decides or how is the decision made at DSMI?

11 A. It's based on advice from counsel. We
12 work together, and we make a decision.

13 Q. I want you to be a little more
14 descriptive for me. For example, what was the
15 decision-making process in July of 1998 when you
16 got Judge Jenkins' order requiring transfer of
17 the 629 numbers to Beehive? How is the decision
18 made at that point whether to abide that order,
19 how to do it if you're going to follow it? Does
20 Michael Wade make that decision after
21 consultation with one of these attorneys? Are

1 MR. JENSEN: For all decisions? What
2 decisions are you talking about?

3 BY MR. SMITH:

4 Q. I'm asking over the lifetime of DSMI.
5 Has there been some general pattern or protocol
6 that's been followed when litigation-type issues
7 have arisen?

8 A. No, I don't think so. I think it's
9 sort of case by case.

10 Q. Okay. Let's go back to this concrete
11 instance in July of 1998. Do you remember when
12 Judge Jenkins entered his order requiring DSMI to
13 transfer the 629 numbers back to Beehive? Do you
14 recall that?

15 A. I know it happened.

16 Q. Okay. And at that point, what did
17 DSMI do to respond to that order in terms of
18 dealing with it, following it, et cetera? What
19 was the decision-making process at that point?

20 A. I'm still not clear what you're
21 asking.

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1 you the man or did you go somewhere else for
2 input? Is there a process? Was a process
3 followed?

4 MR. JENSEN: I'm going to object to
5 these multiple questions, first of all, because
6 they are multiple and, secondly, because you
7 haven't made it clear whether you're talking a
8 general process or what actually happened in July
9 of 1993. You're going to need to clarify before
10 he can answer.

11 MR. SMITH: Okay. That's a good
12 clarification, Floyd, and I appreciate that.

13 BY MR. SMITH:

14 Q. I was going on like that just so that
15 you understand what I'm trying to know from you,
16 Mr. Wade. Let me rephrase the question. Has
17 there been a general way that you have made
18 decisions at the management level of DSMI
19 regarding litigation-type issues since DSMI was
20 formed? Do you follow a general protocol or
21 pattern in doing so historically speaking?

1 Q. Did you go to your board of directors
2 to get advice at that point, Mr. Wade? Did you
3 go to someone outside the board of directors for
4 instructions? Did you decide by yourself what to
5 do? What happened?

6 MR. JENSEN: Again, you're asking
7 multiple questions. Do you want to take them one
8 at a time?

9 BY MR. SMITH:

10 Q. I'm asking one question, which is,
11 what was the decision-making process that was
12 used to respond to that situation by DSMI?

13 A. I'm confused because I don't know that
14 there was a decision to be made there. There was
15 a court order, and we abided by it.

16 Q. Okay. What steps did you take after
17 July 13, 1998, to follow the order? When did you
18 get a copy, can you remember?

19 A. I have no idea.

20 Q. Shortly after the order was entered,
21 did you get a copy?

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1 A. I have no idea. I know I've seen the
2 order.
3 Q. Can you remember when you first
4 learned of it? Was it in July of '98?
5 You have to answer audibly.
6 A. I have no idea.
7 Q. Do you remember what you did to
8 respond to the order and to follow it after you
9 got it, if anything?
10 A. What was -- was the July '98 order
11 that you're speaking of the one that said that
12 the numbers were to remain in unavailable status
13 with --
14 Q. No, that was the order from Judge
15 Jenkins before the appeal to the Tenth Circuit
16 where he required DSMI to give the 629 numbers
17 back, to restore them to Beehive.
18 A. The July '98 order that you're talking
19 about is an order that said we were supposed to
20 give the numbers back to Beehive?
21 Q. The numbers back, yes.

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1 A. I don't remember that order.
2 Q. Okay. We've got a copy here
3 somewhere, I'm sure.
4 A. I don't remember when it occurred in
5 sequence, when it occurred in time.
6 Q. What is it that you can't remember,
7 the timing or that you were ordered to do that?
8 A. Both, actually. My recollection is at
9 one point in time there was an order, and then we
10 appealed it.
11 Would this be a good time to take a
12 break?
13 MR. JENSEN: Yes.
14 MS. TUCKER: It's okay with me.
15 (Pause in the proceedings.)
16 BY MR. SMITH:
17 Q. Okay. What I want you to do for the
18 record now, Mr. Wade, is with words draw for us
19 an organizational chart so we can see what this
20 family of companies looks like and the relation
21 to each other. And starting at the top, the

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1 holding entity or parent or grandparent of DSMI
2 would be what company? Is that SAIC?
3 A. Are you talking currently?
4 Q. Yes.
5 A. Yes.
6 Q. What does SAIC stand for?
7 A. Science Applications International
8 Corporation, I believe.
9 Q. Is that the entity that bought
10 Bellcore, now known as Telcordia, from the RBOCs?
11 A. Yes.
12 Q. Okay. When did that sale occur? When
13 did it close, if you know?
14 A. November of '97, I believe it was.
15 Q. Okay. And SAIC owns 100 percent of
16 Bellcore, now Telcordia; is that correct?
17 A. I believe so, yes.
18 Q. Okay. And Telcordia owns 100 percent
19 of DSMI; is that correct?
20 A. Uh-huh.
21 Q. Does DSMI have any subsidiaries?

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1 A. No.
2 Q. Does DSMI have any brother or sister
3 entities?
4 A. I'm not sure what you mean.
5 Q. Well, another way to ask that is, does
6 Bellcore, now Telcordia, have any other
7 subsidiaries?
8 A. Oh, yes.
9 Q. They do?
10 A. Yes.
11 Q. It does, I mean. What are those?
12 A. Oh, I -- I know of one. I believe --
13 actually, I'm not sure if that's still in
14 existence even.
15 Q. Tell me that name.
16 A. There was a Bellcore International,
17 but I'm pretty sure there are other subsidiaries.
18 I have no idea what the names of them are.
19 Q. Have you dealt with anybody from any
20 of these other subsidiaries while you've served
21 as president of DSMI?

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1 A. No.
2 Q. Okay. Do you know how many there are?
3 A. No.
4 Q. Do you know what business any one of
5 them may be in, and, if so, which one?
6 A. No.
7 Q. The answer is no?
8 A. Correct.
9 Q. Okay. How about SAIC? Does it have
10 any brother or sister entities that would be
11 uncles or aunts to Bellcore/Telcordia?
12 A. I don't understand. I mean, SAIC owns
13 Telcordia completely.
14 Q. Does SAIC have any other subsidiaries?
15 A. Yes.
16 Q. Okay. Do you know the names of those?
17 A. No.
18 Q. Okay. Do you know what line of
19 business any one of them is in?
20 A. I know there's a joint partnership
21 with someone related to oil exploration in

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1 South America.
2 Q. Anything else you know?
3 A. No.
4 Q. As president of DSMI, have you ever
5 had occasion to deal with any of the subsidiary
6 entities of SAIC other than Bellcore?
7 A. No.
8 Q. Now I noticed from the pleading that
9 Ray, Quinney filed in this contempt matter, their
10 opposition to the motion for an order to show
11 cause, that there is a reference in there
12 describing DSMI as an "agent" for the RBOCs in
13 handling this thing we call the SMS/800 tariff.
14 Is that an accurate statement?
15 MR. JENSEN: I'll object. You're
16 asking for a legal conclusion.
17 MR. SMITH: I'm not asking for him to
18 speak as a lawyer or to give a legal opinion.
19 BY MR. SMITH:
20 Q. Is it your understanding that DSMI has
21 an agency relationship with the RBOCs in

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1 connection with this tariff?
2 A. I don't know what an "agency
3 relationship" is.
4 Q. Well, is there some relationship
5 between DSMI and the RBOCs in connection with the
6 tariff?
7 A. There's a contract between DSMI and
8 the RBOCs for support of SMS/800.
9 Q. Okay. Is that true today?
10 A. Yes.
11 Q. Okay. And has that been true since
12 the inception of the tariff in the organization
13 of DSMI?
14 A. I'm not sure how to answer that.
15 Q. Well, April of '93 when DSMI was
16 organized, at that point in time what -- did it
17 have a contract of some sort with the RBOCs to
18 handle the SMS/800 tariff?
19 A. At that point DSMI worked under a work
20 order arrangement with the RBOCs. Work orders
21 were governed by their relationship with

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1 Bellcore.
2 Q. Okay. So there was not an umbrella
3 agreement at that point in time that was in
4 writing at that point in time between DSMI and
5 the RBOCs?
6 A. There were the work orders.
7 Q. Just the work orders, okay. Did there
8 come a time when a formal written agreement
9 independent of or in addition to work orders was
10 made between DSMI and the RBOCs in connection
11 with this tariff?
12 A. Yes.
13 Q. And when was that time?
14 A. Late '97, I believe.
15 Q. So from '93 to '97 it was just a work
16 order basis?
17 A. I believe that's correct.
18 Q. In '97 we get a written contract; is
19 that correct?
20 A. Yes.
21 Q. Did the fact that you got it in '97 --

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1 when I say "you," I mean DSMI. Did that have
2 anything to do with the sale of Bellcore to SAIC?

3 A. Yes.

4 Q. Okay. Did you participate in the
5 negotiations attending that sale?

6 A. The sale of Telcordia?

7 Q. Yes.

8 A. No.

9 Q. Did you participate in the
10 negotiations of the -- let's just call it the
11 agency contract so we know what we're talking
12 about together. In '97 between DSMI and the
13 RBOCs?

14 A. I participated in the contract
15 negotiations between DSMI and the RBOCs, yes.

16 Q. Was that agency contract executed, and
17 did it become effective when the sale closed
18 between SAIC and the RBOCs, that is, the sale of
19 Bellcore?

20 A. It was -- the contract -- again, I'm
21 not clear what the meaning of the word "agency"

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1 is here. The contract was effective with the
2 sale of Bellcore, yes.

3 Q. Why did the RBOCs want that contract
4 with DSMI if they were selling Bellcore based on
5 your participation in the negotiation of the
6 agreement?

7 MR. JENSEN: I'll object to the
8 question. You are asking Mr. Wade to tell you
9 the intent of the RBOCs. I'm not sure that
10 you've laid a foundation that he would even know
11 that.

12 MR. SMITH: Well, a foundation is that
13 he participated in the negotiation of the deal,
14 and I'm asking for his understanding based on
15 that negotiation. I'm not asking him to get into
16 the head of an RBOC or a Rebok.

17 BY MR. SMITH:

18 Q. That's the question.

19 A. Again, I don't know how I would know.
20 I mean --

21 Q. You'd know because you negotiated the

Page 51

1 contract with the RBOCs. "You" being president
2 of DSMI.

3 MR. JENSEN: Don't argue with the
4 witness, please. He said he doesn't know, so I
5 think you'll have to live with that.

6 BY MR. SMITH:

7 Q. You didn't get any idea during the
8 course of negotiation and finalization and
9 execution of this contract with the RBOCs why
10 they wanted the contract? You picked up no clue
11 during the course of those negotiations?

12 A. I assume they wanted our support
13 services.

14 Q. Okay. And what consideration flows to
15 the RBOCs under this contract?

16 A. What do you mean by "consideration"?

17 Q. What do they get? What's the quid pro
18 quo back and forth?

19 A. They get our support services.

20 Q. And what does DSMI get?

21 A. Money.

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1 Q. Okay. How much money?

2 A. It varies year to year.

3 Q. And what is variable in terms of the
4 amount?

5 A. A little over a million.

6 Q. That's the variable or that's the
7 amount generally you get?

8 A. That's the amount per year.

9 Q. And it doesn't vary?

10 A. It varies from year to year.

11 Q. Okay. So give me the terms. How much
12 do you get, and then what are the bells and
13 whistles on top of that? Is it a flat right?
14 What is it?

15 A. It's an annual price split in 12
16 monthly payments.

17 Q. Okay. You say there's a variable.
18 What is the variable in that?

19 A. The rate changes year to year.

20 Q. I see. What is the calculation for
21 determining the rate from year to year? How is

Page 53

1 the rate determined from year to year? Is that a
2 percentage of something or what? What's the
3 formula?

4 **A. It was agreed to in the initial**
5 **contract what the rates would be for the first**
6 **five years.**

7 Q. A million dollars a year for the first
8 five years, is that what is says?

9 **A. It grew from year to year.**

10 Q. Is there a formula for determining the
11 growth or is it a step up that's fixed in the
12 contract?

13 **A. It's fixed in the contract.**

14 Q. After the five years, is the contract
15 renewed or what?

16 **A. There's no mechanism in it for**
17 **defining a cost after five years.**

18 Q. Is the life of the contract five
19 years?

20 **A. It was a three-year contract.**

21 Q. It was a three-year contract that

Page 54

1 provided for a five-year payout?

2 **A. It was a three-year contract that had**
3 **annual prices for the first five years. It has**
4 **extensions or the ability to be extended built**
5 **into it.**

6 Q. Okay. Is it possible to get a copy of
7 this contract?

8 **A. That's a legal question.**

9 MR. SMITH: May we?

10 MR. JENSEN: I don't believe it was
11 asked for in the request for production.

12 MR. SMITH: No, but I'm asking now.

13 MS. TUCKER: It is private and subject
14 to propriety markings.

15 MR. SMITH: I noticed that some of
16 your board of directors meetings were marked that
17 way too, but you gave those to us, so I'm
18 wondering if we could get a copy. It would
19 shorten the examination.

20 MR. JENSEN: For the record, we tried
21 to redact the materials that were given to you.

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1 We may not have redacted everything that we
2 should have, but our intent is that materials
3 that are marked propriety or confidential by DSMI
4 should be treated that way with respect to this
5 litigation. We would hope that we could reach an
6 agreement with you and your client for a
7 stipulated protective order for confidential
8 materials, but if not then we'll file a motion
9 for protective order.

10 MR. SMITH: We're talking about this
11 contract, right?

12 MR. JENSEN: We're talking about the
13 contract and we're talking also about any other
14 materials that DSMI has designated as propriety
15 or confidential.

16 MR. SMITH: So is that a yes if we're
17 willing to stipulate to protective order as to
18 the agency agreement?

19 MR. JENSEN: Yes, we have to talk
20 about the terms of the protective order.

21 BY MR. SMITH:

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1 Q. All right. Is SAIC a publicly-held
2 company?

3 **A. I'm not sure what that means? You**
4 **mean traded, stock traded?**

5 Q. Yes.

6 **A. No.**

7 Q. Do you know who the shareholders of
8 SAIC are?

9 **A. It's employee owned.**

10 Q. Okay. How many employees are we
11 looking at here?

12 **A. I have no idea.**

13 Q. Do you know whether it files reports
14 with the Securities and Exchange Commission?

15 **A. No.**

16 Q. That's an I don't know, correct?

17 **A. Yes.**

18 Q. At the present time, how many RespOrgs
19 are there?

20 **A. Approximately 270, 280.**

21 Q. Okay. At the beginning of the SMS/800

Page 57

1 tariff, how many RespOrgs were there?
2 **A. About a 135, I think.**
3 Q. Okay. Going to the beginning, again,
4 April of '93 with the 135 initial RespOrgs, do
5 you know whether any one of them had more than --
6 had control of more than ten percent of the then
7 existing pool of toll free numbers?
8 **A. Yes.**
9 Q. Okay. Which ones did?
10 **A. AT&T certainly did. I don't know**
11 **about the others.**
12 Q. You don't know the names of the others
13 or you don't know whether there were others with
14 more than ten percent?
15 **A. Both.**
16 Q. Okay. Same question as to the present
17 time with the 270. Is there any one of these 270
18 presently existing RespOrgs that has more than
19 ten percent control of the existing pool of toll
20 free numbers?
21 **A. I don't know that for a fact.**

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1 Q. What's your best estimate?
2 MR. JENSEN: I'll object. You're
3 asking him to speculate. He said he didn't know.
4 MR. SMITH: I'm asking him to
5 estimate, not speculate. And please speak up a
6 little bit.
7 THE WITNESS: There are probably two,
8 maybe three that had more than ten percent of the
9 base.
10 BY MR. SMITH:
11 Q. And probably who might those be?
12 **A. AT&T, MCI, and Sprint.**
13 Q. Okay. How about five percent?
14 **A. Oh, I have no idea.**
15 Q. All right. Is there a record at DSMI
16 that keeps track of this type of percentage?
17 **A. No.**
18 Q. Does DSMI in the regular course of
19 business monitor this sort of percentage that I'm
20 asking about?
21 **A. No.**

Page 59

1 Q. What does DSMI do in its regular
2 course of business to monitor whether numbers
3 assigned to RespOrgs are in use?
4 **A. We don't monitor that. We have no**
5 **visibility to that.**
6 Q. No visibility to that. What does that
7 mean for Alan Smith, a lay person?
8 **A. All I can tell you is whether a record**
9 **is active in the SMS. Whether there's actual**
10 **traffic on it in the network, I don't know.**
11 Q. Okay. Let me rephrase my question.
12 Speaking of today, the here and now, what, if
13 anything, does DSMI do to monitor whether numbers
14 assigned to any given RespOrg are subscribed for
15 by a customer?
16 **A. Again, we don't have any visibility to**
17 **that. We wouldn't know.**
18 Q. Does that mean you don't have
19 responsibility or that you don't have procedures
20 in the regular course to look into that sort of
21 thing? I'm just trying to understand your words.

Page 60

1 **A. It means it's not possible to tell.**
2 Q. All right. Same question, only
3 instead of asking about what subscribers are out
4 there in terms of numbers assigned to a RespOrg,
5 only now use, whether a subscriber is using the
6 number. Same answer, no visibility for that?
7 **A. Correct.**
8 Q. Okay. And has that always been true
9 since April of 1993 to the present?
10 **A. Yes.**
11 Q. Same answer to both questions, whether
12 a number is subscribed for and whether subscribed
13 for numbers are used by the customer?
14 **A. Yes.**
15 Q. No capacity to know at the DSMI end
16 and nothing done on the regular course of
17 business to look into that, correct?
18 **A. There's no technical capability to do**
19 **that.**
20 Q. Okay. Has DSMI ever considered that
21 it had a mandate or a responsibility to develop

Page 61

1 the technical capacity to look into either of
2 those two things?
3 A. No.
4 Q. Now you are familiar with the 629
5 numbers, as we call them, that are what we're
6 here about today, correct, Mr. Wade?
7 A. I know of 629 numbers.
8 Q. If I just call them the 800-629
9 numbers that are in contest with Beehive, that's
10 a common point of reference between you and me as
11 we talk, right?
12 A. Okay.
13 Q. Okay. I want you to tell me beginning
14 in April of 1996 and coming forward to the
15 present the name of any RespOrg that has asked to
16 be assigned any of these 629 numbers.
17 A. I wouldn't know that.
18 Q. Okay. Is there a record somewhere at
19 DSMI that tells me that?
20 A. No.
21 Q. Now we've asked for those records in

Page 62

1 our document request. You were aware of that?
2 A. I don't believe you have. I mean,
3 maybe you're not asking the same question.
4 Q. We asked for records that identified
5 any request from any RespOrg for these 629
6 numbers during that period of time.
7 A. Number assignments in the SMS are done
8 on a mechanized basis. People could be in the
9 system right now trying to reserve an 800-629
10 number, and we'd have no record of it.
11 Q. Well, the document request asked for
12 not only physical pieces of paper, but anything
13 that's in the computer as well. Are you telling
14 me that there's no way for you to determine from
15 your computer whether these requests have
16 occurred, and, if so, by whom and when?
17 A. Those requests occur hundreds of
18 thousands of times a day for toll free numbers.
19 Q. Hypothetically. But as to these 629
20 numbers that are at issue in this proceeding, how
21 does someone like me find out whether a RespOrg

Page 63

1 has requested one of those 629 numbers to be
2 assigned, and, if so, when?
3 A. You don't.
4 Q. There is no technical way to find out
5 that information?
6 A. No. We keep daily logs of activities
7 for a week at a time, but at the end -- I mean,
8 they're so voluminous that at the end of the week
9 they're just cycled out.
10 MR. SMITH: Why don't you mark that.
11 (Wade Deposition Exhibit Number 1 was
12 marked for identification.)
13 BY MR. SMITH:
14 Q. I'm showing you what's been marked as
15 Exhibit Number 1, Mr. Wade. Can you identify
16 that for the record, please?
17 A. Yes. I mean, what --
18 Q. Is this a declaration that you signed
19 on or about August 6th of 1998 for submission to
20 the Federal District Court for the District of
21 Utah, Central Division, in the litigation with

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1 Beehive?
2 A. Uh-huh, yes.
3 Q. And did you prepare Exhibit 1?
4 A. Exhibit A?
5 Q. Deposition Exhibit 1.
6 A. Oh, yes, I'm sorry.
7 Q. Is that your affidavit?
8 A. Yes, it is.
9 Q. Did you sign that under oath?
10 A. Yes, I did.
11 Q. All right. Now look at paragraph 4.3
12 on Page 2. Do you have that in view?
13 A. Yes.
14 Q. It's where you're discussing the
15 remaining 629 numbers that were assigned to
16 RespOrgs other than Beehive subsequent to May 29,
17 1996. Do you see that?
18 A. Uh-huh.
19 Q. Okay. These are the 629 numbers that
20 are part of this contest with Beehive, aren't
21 they? That's what this affidavit is about,

Page 65

1 correct?

2 **A. Yes.**

3 Q. All right. What is this responsible
4 organization change authorization certifying that
5 RespOrgs had received written authorization from
6 the service subscriber of such numbers
7 authorizing the RespOrg change? Is that a
8 physical piece of paper?

9 **A. Yes, it is.**

10 Q. Okay. And is that type of piece of
11 paper submitted by a RespOrg to DSMI every time
12 one of these 629 numbers is requested?

13 **A. It's submitted to the SMS/800 help
14 desk.**

15 Q. Okay. In light of this, did you want
16 to alter the previous testimony that you gave?

17 **A. No. Were you talking about numbers
18 being assigned or were you talking about RespOrg
19 changes?**

20 Q. I was talking about numbers being
21 assigned. My question -- and maybe you

Page 66

1 misunderstood what I was getting at or maybe I
2 just didn't speak very well, which is often the
3 case. My question was, I want to know from March
4 of 1996 to the present each and every time that a
5 RespOrg has asked for an assignment of one of
6 these 629 numbers and how many times has that
7 occurred and when and what was the RespOrg
8 involved. Then the examination went on, and I
9 asked you for records of that, how would I know
10 and what records were available, et cetera.
11 Apparently there are records that would tell me
12 this information, correct?

13 MR. JENSEN: I'm going to object.
14 You're mischaracterizing his testimony. I think
15 maybe you're not drawing the distinction that
16 exists or should be drawn between a request for
17 assignment of a number and what this affidavit
18 refers to because I'm not sure they're the same
19 thing, and it sounds like you're assuming they're
20 the same thing.

21 BY MR. SMITH:

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1 Q. All right. I appreciate that
2 distinction. So you have certifications from
3 RespOrgs when someone who holds one of the 629
4 numbers wants to change RespOrgs, correct?

5 **A. Yes.**

6 Q. And that's what you're eluding to in
7 paragraph 4.3, correct?

8 **A. Correct.**

9 Q. But you don't have records when a
10 RespOrg asks for an assignment of one of the 629
11 numbers; is that correct?

12 **A. That's correct. Assuming, again, the
13 assignment means --**

14 Q. To the RespOrg?

15 **A. -- they want a number, they want an
16 800-629 number.**

17 Q. Okay. While I have you looking at
18 Exhibit 1, Mr. Wade, look at paragraph 2. You
19 see the reference in the second line there where
20 it says "Employees of DSMI and/or the entity that
21 manages the SMS/800 database"? Do you have that

Page 68

1 in view?

2 **A. Uh-huh.**

3 Q. What is that entity that manages the
4 SMS/800 database?

5 **A. Well, on a day-to-day basis, that's
6 DSMI.**

7 Q. This says "and/or." Is there an
8 entity apart from DSMI that manages the database?

9 **A. The tariff itself is the
10 responsibility of the RBOCs.**

11 Q. This says "entity." Did you have a
12 particular entity in mind when you wrote
13 paragraph 2?

14 **A. No.**

15 Q. What did you mean by "entity" there?

16 **A. I meant the RBOCs, I believe.**

17 Q. Okay. You say you believe that's what
18 you meant. Do you have a specific recollection
19 of what you meant?

20 **A. No.**

21 Q. Is there an organization or an entity

Page 69

1 that is distinct from or affiliated with DSMI
2 that has management responsibility for the
3 SMS/800 database?

4 **A. Again, I just said that. The tariff**
5 **is the responsibility of the RBOCs.**

6 Q. And is there an entity other than the
7 RBOCs and DSMI that has management responsibility
8 for the database?

9 **A. No.**

10 Q. You gave us as part of this proceeding
11 minutes of an SMS management team, for example.

12 **A. Uh-huh.**

13 Q. Is that an entity that's different
14 from either the RBOCs and DSMI that has
15 management responsibility for the database?

16 **A. That is the representatives of the**
17 **RBOCs.**

18 Q. Okay. So what I think I hear you
19 saying, and correct me if I'm wrong, is that the
20 RBOCs have constituted this SMS management team
21 to work with DSMI to manage the database? Is

Page 70

1 that a fair statement?

2 **A. The RBOCs have responsibility for the**
3 **tariff. They provided SMS/800 services via an**
4 **FCC tariff. It's an RBOC tariff.**

5 Q. Do they fulfill that responsibility in
6 part through this SMS management group?

7 **A. Those are the RBOC representatives who**
8 **manage the service.**

9 Q. What is the formal name for that
10 outfit? Does it have one?

11 **A. The SMS management team.**

12 Q. How is it comprised today?

13 **A. One member from each RBOC.**

14 Q. Okay. Does DSMI have membership on
15 the team?

16 **A. No.**

17 Q. Does DSMI send someone to the
18 meetings?

19 **A. Yes.**

20 Q. On a regular basis?

21 **A. Yes.**

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1 Q. Okay. What is the composition of this
2 management team? I'll just call it the SMS
3 management team. Has it been the same since
4 April of '93, namely, one designee from each
5 RBOC?

6 **A. Yes.**

7 Q. Okay. And what is the relationship in
8 terms of control between this management team and
9 DSMI when it comes to decision making as far as
10 administration of tariff? Does the management
11 team control DSMI?

12 **A. We work under contract to the RBOCs,**
13 **and they are the team that manages that contract.**

14 Q. So you follow orders from this
15 management team? "You" meaning DSMI.

16 **A. Well, I'm not sure that that's a**
17 **blanket statement.**

18 Q. Insofar as the tariff administration
19 is concerned? Is that a fair statement?

20 **A. Tariff is theirs, yes.**

21 Q. So DSMI does what this management team

Page 72

1 says to do? Is that a fair statement?

2 **A. Uh-huh, yes.**

3 MR. JENSEN: You're speaking with
4 respect to the management of the tariff?

5 MR. SMITH: Yes.

6 BY MR. SMITH:

7 Q. I noticed that Exhibit A to your
8 affidavit, which is Deposition Exhibit 1, is a
9 cover letter and some policy guidelines. Do you
10 have that in view?

11 **A. Exhibit A?**

12 Q. Excuse me. Maybe it's Exhibit B.

13 **A. A Bellcore letter?**

14 Q. Yes, and policy guidelines behind it.

15 **A. Okay.**

16 Q. Did you work at Bellcore during the
17 period that the cover letter there, which is
18 Exhibit B to Deposition Exhibit 1, was drafted?

19 **A. Yes.**

20 Q. Did you participate in the formulation
21 of that cover letter?

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1 A. No.
2 Q. Did you participate in the formulation
3 of the guidelines that are attached to the cover
4 letter?
5 A. No.
6 Q. Do you have any personal knowledge as
7 far as -- when I say "personal knowledge," I mean
8 direct participation or input into the
9 formulation, drafting of that letter or
10 guidelines.
11 A. No.
12 Q. Where does your knowledge come from
13 insofar as the letter in the guidelines are
14 concerned?
15 A. My knowledge of what?
16 Q. Well, you've testified about this
17 document in your affidavit, which is Exhibit 1.
18 Paragraphs 5.2, 5.3, 5.4, 5.5, 5.6 are all about
19 this letter and the guidelines, and I'm wondering
20 where your personal knowledge -- or you said you
21 didn't have personal knowledge. Where your

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1 knowledge came from that you relied upon to give
2 the testimony that's in those paragraphs. Did
3 somebody tell you this, you read it in a
4 newspaper article, what?
5 A. I think it depends on which section
6 you're talking about.
7 Q. Okay. 5.2.
8 A. 5.2, I was --
9 Q. Where did you hear or how did you know
10 or think you know that in 1989 numbers were
11 assigned to Beehive?
12 A. I don't remember where that came from.
13 Q. How do you know that Bell
14 Communications Research made the assignment to
15 Beehive?
16 A. Bellcore was the numbering plant
17 administrator at that time frame.
18 Q. Yes. But --
19 A. If there was an assignment made,
20 Bellcore would have made it.
21 Q. You're inferring from their status as

Page 75

1 administrator at that time that they must have
2 been the ones who assigned to Beehive, correct?
3 A. They were the only company that
4 assigned 800-NXX codes.
5 Q. Do you have personal knowledge
6 respecting the assignment from wherever it came
7 to Beehive of these 629 numbers? Did you
8 participate in that assignment process?
9 A. No.
10 Q. Were you involved in any way?
11 A. In the assignment?
12 Q. Yes.
13 A. No.
14 Q. Do you know somebody who was?
15 A. I probably know the group who did it.
16 Q. Have you talked with anyone in that
17 group about the assignment of the 629 numbers to
18 Beehive?
19 A. When?
20 Q. Any time. At any time have you had
21 any conversation with somebody who might have

Page 76

1 been involved in this assignment to Beehive?
2 A. Yes.
3 Q. About the assignment process to
4 Beehive?
5 A. I don't know that.
6 Q. Okay. You say in 5.2 that the
7 assignment was made pursuant to this advisory
8 letter and guidelines. How do you know that?
9 A. My understanding is that all 800-NXX
10 codes were assigned based on this guideline.
11 Q. Again, you don't have any personal
12 knowledge as to any -- as to the assignment to
13 Beehive?
14 A. No.
15 Q. You're just making an assumption based
16 on what you think was the general practice at the
17 time? Is that a fair statement?
18 A. I think that was the practice at the
19 time.
20 Q. And you are assuming from that that
21 that practice was followed in Beehive's case? Is

Page 77

1 that a fair statement?

2 A. Yes.

3 Q. But you don't have direct personal
4 knowledge of that, do you?

5 A. I don't know what you mean by that.

6 Q. You didn't participate directly in the
7 assignment to Beehive?

8 A. No, I did not.

9 Q. In fact, you can't even identify for
10 me someone who did with whom you might have
11 spoken, correct?

12 A. I didn't understand the first part of
13 that question.

14 Q. You can't even give me a source with
15 whom you've spoken about this assignment to
16 Beehive, a name, someone you've talked with about
17 it?

18 A. Are you asking do I know who made the
19 assignment or are you asking did I talk to them
20 about it?

21 Q. That's included in my question, yes.

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1 A. Yeah what?

2 Q. Do you know who made the assignment?

3 A. Telcordia, Bellcore did.

4 Q. Well, you're assuming that. You
5 didn't participate in the assignment, correct?

6 MR. JENSEN: I'll object. I think
7 you're arguing and badgering the witness.

8 BY MR. SMITH:

9 Q. I am. I apologize. Were you part of
10 the group at Bellcore in 1985 that put together
11 the guidelines that are attached to this
12 affidavit?

13 A. No.

14 Q. Have you seen a file anywhere with
15 documentation germane to the assignment of the
16 629 numbers to Beehive?

17 A. No.

18 Q. Have you asked to see such a file or
19 to know whether it exists?

20 A. I asked if there were records relating
21 to it, yes.

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1 Q. Who did you ask?

2 A. I asked the Telcordia representatives
3 who have the numbering expertise currently.

4 Q. Okay. What are their names?

5 A. Rich -- Rick. Richard Harrison,
6 H-A-R-R-I-S-O-N, and Gary Richenaker,
7 R-I-C-H-E-N-A-K-E-R, I think it is.

8 Q. Okay. Were either of these gentlemen
9 present at the inception, so to speak? Were they
10 part of the Bellcore group that dealt with the
11 assignment process and the formulation of
12 guidelines and so forth?

13 A. I don't know that.

14 Q. Okay. Are they custodians of any
15 records that might exist memorializing the
16 assignment to Beehive?

17 A. My understanding is the records were
18 transferred to the new number administrator.

19 Q. And who was that?

20 A. Neustar.

21 Q. Spell that, please.

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1 A. N-E-U-S-T-A-R.

2 Q. And did you derive that understanding
3 from your conversation with Mr. Harrison or this
4 other gentleman?

5 A. Yes.

6 Q. When did you have what conversation?

7 A. Two weeks ago.

8 Q. Okay. Did you -- is that the first
9 time that you asked to see any file that might
10 exist on the assignment of the 629 numbers to
11 Beehive?

12 A. Yes.

13 Q. Okay. So at the time you made the
14 affidavit, this Exhibit Number 1, you hadn't
15 asked as of that time for this particular file,
16 correct?

17 A. That's correct.

18 Q. Okay. Did Mr. Harrison or his
19 compatriot ever say that such a file did exist
20 but that it had been transferred to Neustar?

21 A. They didn't -- they weren't that

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Page 83

1 specific.

2 Q. Did they say something like, well, we
3 don't know if the file exists, but if it did then
4 it's been transferred to Neustar?

5 A. They said to the best of their
6 knowledge all the records were transferred to
7 Neustar.

8 Q. Okay. Did you ask the next question,
9 which is, okay, do you know, Mr. Harrison and
10 compatriot, whether there was a file on Beehive?

11 A. No, I did not.

12 Q. Do they have any inventory of what
13 they transferred? Did they keep a record of what
14 they sent over?

15 A. I don't know that.

16 Q. Did you ask?

17 A. No.

18 Q. Do you know of your personal knowledge
19 whether Beehive even saw what is Exhibit 2 or B
20 to your deposition, Exhibit Number 1, at or about
21 the time it did the assignment of these 629

1 Q. When you say plan administrator, what
2 plan are you referring to?

3 A. North American Numbering Plan.

4 Q. Who appoints Neustar to be plan
5 administrator of this numbering plan?

6 A. I believe they work under a contract
7 to the FCC.

8 Q. So then does the FCC appoint them?

9 A. It has nothing to do with that, so I
10 don't know.

11 Q. Did you call Neustar to find out
12 whether they had the Beehive records relating to
13 these 629 numbers?

14 A. No.

15 Q. Did you direct anybody in your office
16 or under your charge to do so?

17 A. No.

18 Q. Looking, again, at paragraph 5.2 of
19 your affidavit and thinking real hard, do you
20 have any memory where you got the 1999 date from?

21 A. 1989?

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Page 84

1 numbers?

2 A. I have no way of knowing that.

3 Q. Could you know of your personal
4 knowledge whether Beehive acceded to the terms
5 and conditions that are implied in these or that
6 may be implied in these documents we're talking
7 about?

8 A. I have no way of knowing that either.

9 MR. JENSEN: Getting pretty close to
10 noon. How would you like to arrange lunch?

11 MR. SMITH: Do you want to order
12 sandwiches or something?

13 MR. JENSEN: Let's go off the record.
14 (Discussion off the record.)

15 BY MR. SMITH:

16 Q. You say Neustar is the new plan
17 administrator. What is Neustar? Is that a
18 corporation? What is it?

19 A. It's a corporation, as far as I know.

20 Q. Okay. Do you know where it's based?

21 A. No.

1 Q. 1989, yes.

2 A. No.

3 Q. Looking at paragraph 5.6, "In 1993,
4 when number portability was implemented,
5 virtually all carriers, with the exception of
6 Beehive, voluntarily returned any unused 800
7 numbers to the common pool of toll free numbers."
8 Where did you get your information upon which you
9 base that paragraph of the affidavit?

10 A. I just remembered that.

11 Q. The 1989?

12 A. Paragraph 5.6.

13 Q. Okay. You just remembered -- so that
14 was a recollected information?

15 A. Correct.

16 Q. Okay. You say virtually all carriers,
17 so I guess not all carriers returned things.
18 What carriers didn't? What carriers are excepted
19 from the virtually all carriers that's in
20 paragraph 5.6?

21 A. Beehive.

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1 Q. And any others?
2 A. **Not that I remember.**
3 Q. Is there a record somewhere that will
4 tell me which carriers returned numbers and how
5 many numbers were returned?
6 A. **Probably not anymore.**
7 Q. Was there one at one time?
8 A. **Well, I mean, at the time of the**
9 **initial loading of the system, we would have had**
10 **records of how many NXXs had been put into the**
11 **system and how many numbers would have been in**
12 **each NXX, but that would have been a transitional**
13 **activity.**
14 Q. Why wouldn't you have kept those
15 records?
16 A. **Why would we have kept those records?**
17 Q. So you could make an affidavit like
18 this ten years later.
19 MR. JENSEN: I'll object. You're
20 arguing with the witness again.
21 BY MR. SMITH:

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1 Q. So what I think I'm hearing is that
2 you remembered when you made paragraph 5.6 these
3 records and this inputting during this
4 transitional period in 1993; is that correct?
5 And it's based on -- you're nodding. Say yes, if
6 that's your answer.
7 A. **Yes.**
8 Q. And based on that memory, you're
9 giving this testimony in 5.6; is that correct?
10 A. **Yes.**
11 Q. What was your contact with those
12 records, the records that were used to input the
13 transition that we're talking about in '93? Did
14 you see them?
15 A. **I don't understand the question.**
16 Q. Did you see the records that showed
17 what carriers had turned in what numbers?
18 A. **Did I actually see the tapes that came**
19 **in? Is that what you're asking?**
20 Q. What did you see by way of records?
21 A. **That's been a long time. I don't**

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1 **remember exactly what we had back then.**
2 Q. Did you get a report from one of the
3 people working for you that said here are the
4 carriers, here's what they've given back?
5 A. **Again, that's been a long time. I'm**
6 **sure we had reports of all of the NXXs and the**
7 **status of them, but I don't remember anything**
8 **specific about them.**
9 Q. Did you remember that when you wrote
10 the affidavit, which is Exhibit 1 to your
11 deposition?
12 A. **Did I remember what?**
13 Q. What records were there, what you had
14 seen, what you hadn't seen, whether you got a
15 report from somebody about carriers, and what
16 numbers were turned back?
17 A. **I remembered the activity. I was**
18 **there. I'm not sure what you're asking me.**
19 Q. Well, I'm trying to tie down what it
20 is exactly that you base this testimony on in
21 terms of what you saw or heard. You've testified

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1 about the records and the process, but then you
2 said you couldn't remember exactly what you'd
3 seen that way as of today. And I'm asking was
4 your memory the same then as when you wrote this
5 affidavit in '98?
6 A. **What we had at the time as I recall --**
7 **what I had at the time was a report that showed**
8 **out of the 800-629 code every single number was**
9 **accounted for within the tape that Beehive sent**
10 **to us, and every single one of them had exactly**
11 **the same routing associated with it. It was**
12 **clearly a place holder structure.**
13 Q. In '98?
14 A. **In '93.**
15 Q. But you wrote this affidavit in '98,
16 correct?
17 A. **Right.**
18 Q. I'm asking you what in '98 did you
19 remember in terms of records in '93?
20 A. **And I just answered that.**
21 Q. Okay. Now this report that you say

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1 you saw as distinct from the tapes and so
2 forth --
3 **A. I said I remembered that that was the**
4 **case.**
5 Q. You referenced a report, did you not?
6 **A. If I did, I didn't mean to.**
7 Q. So then what did you see if it wasn't
8 a report? Was it another document?
9 **A. Haven't we been through this about**
10 **five times?**
11 Q. I still don't understand what your
12 memory is based upon when you wrote Exhibit 1.
13 **A. You're asking me if there were**
14 **documents, and I'm saying I don't remember what**
15 **the documents were. It was a transition period.**
16 **I'm sure there were documents. What were they?**
17 **I don't remember.**
18 Q. But you remember Beehive's numbers?
19 **A. I remember the flavor of the Beehive**
20 **transition activities.**
21 Q. What do you remember about another

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1 carrier's numbers or is it just Beehive that
2 sticks out in your mind?
3 **A. Beehive was the exception. That's the**
4 **reason it sticks out.**
5 Q. How many other carriers were there
6 that turned in numbers?
7 **A. About 135 or so.**
8 Q. Okay. And no other carrier sticks out
9 in terms of unused numbers?
10 **A. No.**
11 Q. At least not when you wrote this
12 affidavit, correct?
13 **A. Correct.**
14 Q. Okay. Now when you say unused 800
15 numbers, is that measured in terms of the
16 guidelines that are attached to your affidavit
17 and the fill-in levels that are referenced there?
18 **A. You're talking about Exhibit B again?**
19 Q. Yes.
20 **A. Exhibit B has to do with the NXX plan.**
21 **It's not applicable to the number portability**

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1 **system.**
2 Q. Right. But when you're talking about
3 numbers that are turned back --
4 **A. Right.**
5 Q. -- aren't those numbers that were held
6 pursuant to the NXX plan by carriers?
7 **A. Correct.**
8 Q. Okay. So I'm asking you, when you
9 make this affidavit and you reference any unused
10 800 numbers, are the unused numbers measured in
11 terms of the fill-in requirements of the NXX plan
12 that's part of the guidelines?
13 **A. And, again, they don't apply.**
14 Q. Well, let me be more specific. As I
15 read these guidelines that are attached to your
16 affidavit, which is Exhibit 1, there's a 70
17 percent fill in. Do you remember that?
18 **A. I mean, I can read it, but --**
19 Q. That a carrier can't request any more
20 assignment of numbers until he can show that he's
21 used up more than 70 percent. Do you remember

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1 that?
2 **A. Uh-huh, yes.**
3 Q. Is that the measure then for this
4 unused number reference that's in your affidavit?
5 **A. Again, you're mixing apples and**
6 **oranges. The two are unrelated.**
7 Q. Well, if I'm a carrier and I have the
8 629 numbers and I have 10,000 of those and I've
9 only used 70 percent of them, were the balance
10 then turned back pursuant to your paragraph 5.6
11 or was that carrier allowed to keep those?
12 **A. Every number that was assigned and**
13 **every number that was part of one of the NXXs was**
14 **supposed to have been accounted for.**
15 Q. Accounted for, but who maintained
16 control over them and were they turned back?
17 **A. They were all turned back. They were**
18 **turned back either with a customer record against**
19 **it or they were turned back and listed as spare**
20 **and available for assignment.**
21 Q. Okay. But there's no record of that

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1 at this time? Right now there's no record that I
2 can use to verify that?

3 A. Not as far as I know.

4 Q. Do you know whether these guidelines,
5 as they're called, were treated as guidelines or
6 were they treated as rules that had to be
7 inflexibly followed in practice while this NXX
8 program was being administered? Do you have
9 knowledge of that?

10 A. No.

11 Q. Do you know whether in practice as
12 this NXX program was administered there were
13 variations from the guidelines?

14 A. I have no idea.

15 Q. Do you know whether there was any
16 regulatory body that approved these guidelines?

17 A. I don't know that.

18 Q. Do you know whether there was any plan
19 administrator who put his stamp of approval or
20 his imprimatur on them at any time?

21 A. Well, they were Bellcore guidelines.

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1 They were the plan administrator.

2 Q. At that time?

3 A. Right.

4 Q. How long did Bellcore serve as plan
5 administrator? From 1985 until 1993?

6 A. Probably until '97 maybe, '98.

7 Q. Okay. From '85 till --

8 A. '84.

9 Q. '84 until '97?

10 A. '97, '98.

11 Q. When you say "plan administrator,"
12 we're talking about the same thing that you
13 mentioned before?

14 A. North American Numbering Plan.

15 Q. I notice that this letter, which is
16 the Bellcore letter, which is the second exhibit,
17 which is B to Deposition Exhibit Number 1, that
18 that is from an assistant vice president at
19 Network Program Management to an assistant vice
20 president at Network Planning. Do you see that
21 on the cover page?

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1 A. Okay.

2 Q. Do you know who those people are?

3 A. One of them must be Jack Finn. He
4 signed it.

5 Q. Okay. The other?

6 A. I have no idea.

7 Q. Do you know whether this letter and
8 the guidelines were ever approved by the board of
9 directors at Bellcore?

10 A. No.

11 Q. Were you involved in the transition
12 period as to Beehive specifically when its 629
13 numbers were put into the database in or about
14 1993?

15 A. I'm not sure what you're asking.

16 Q. Well, you described this transition
17 period when people turned back their numbers and
18 the database was implemented and so forth. I'm
19 assuming that was about 1993; is that correct?

20 A. Probably '92.

21 Q. Okay. And you mentioned something you

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1 had seen that stood out in your mind about
2 Beehive's 629 relationship then, correct?

3 A. Uh-huh, yes.

4 Q. Did you have any involvement other
5 than that, other than witnessing whatever it was
6 that you saw or heard as far as processing those
7 numbers at that time, those 629 numbers?

8 A. No, I wasn't involved in processing
9 them.

10 Q. Okay. Did you have -- did you at that
11 time in '92 or '93 have any conversations with
12 anybody at Beehive about these 629 numbers?

13 A. I don't recall.

14 Q. Okay. Do you recall having any
15 written correspondence from DSMI or DSMI-related
16 entity insofar as this tariff is concerned and
17 Beehive?

18 A. Well, it would have been Bellcore at
19 the time. DSMI was not formed yet. And what
20 kind of --

21 Q. Do you have any recollection of any

1 written correspondence from Bellcore/DSMI as to
2 these 629 numbers to Beehive in 1992 or '93?
3 **A. No.**
4 Q. Okay. Did you talk with anybody at
5 Bellcore/DSMI during that same time frame, this
6 transitional time frame, about the 629 numbers
7 and Beehive?
8 **A. Well, again, in the general sense we**
9 **were managing the transition activities, so we**
10 **spoke generally about all these things.**
11 Q. I understand that. The question is,
12 do you have a memory specifically of talking with
13 anybody during that time frame?
14 **A. Specifically.**
15 Q. About the Beehive situation and the
16 629 numbers?
17 **A. No.**
18 Q. Okay. Do you have any memory of
19 receiving any correspondence at the Bellcore end
20 or the DSMI end from Beehive about the 629
21 numbers during this transition period?

1 **A. No.**
2 Q. Now looking, again, at your Exhibit
3 Number 1, which is your affidavit, Mr. Wade,
4 looking at paragraph 4.2 it says, "16 numbers
5 were assigned to RespOrgs other than Beehive
6 prior to May 29, 1996, and hence were not
7 affected by the disconnection of numbers
8 previously assigned to Beehive that commenced on
9 that date." What were those RespOrgs? Who were
10 they, I should say?
11 **A. I don't know.**
12 Q. Can you tell by looking at Exhibit A
13 to your affidavit, which is Exhibit 1 to the
14 deposition?
15 **A. Those are the top 16 on there, I**
16 **believe.**
17 Q. Okay. Do you recognize those codes?
18 **A. Some, not all.**
19 Q. Okay. Going from the top downward,
20 tell us which ones you recognize and who they
21 are?

1 **A. The ATX01 is AT&T.**
2 Q. Okay.
3 **A. MCIO1 is MCI.**
4 Q. Okay.
5 **A. I'm not sure of the others.**
6 Q. Do you know when each of the 16
7 numbers that are referenced in paragraph 4.2 of
8 your affidavit were assigned to the RespOrgs that
9 are listed on Exhibit A?
10 **A. No, I don't.**
11 Q. It says they were assigned prior to
12 5/29/96. How do you know that it was prior to
13 5/29/96?
14 **A. I believe we have records from that**
15 **date forward, but not backwards.**
16 Q. So let me see if I understand that.
17 When you drafted Exhibit 1, which is your
18 affidavit, you had records at DSMI that showed
19 assignment status after 5/29 or as of and after
20 5/29/96 but not before?
21 **A. I believe that's correct.**

1 Q. Why is 5/29 a magic number for that
2 cutoff?
3 **A. I don't know.**
4 Q. Did you at DSMI once have records that
5 showed you the status before 5/29?
6 **A. Probably not at DSMI. Probably at the**
7 **help desk again.**
8 Q. Okay. And do you know what became of
9 those records?
10 **A. Part of them we were able to recover**
11 **when we switched help desk providers. Part of**
12 **them we were not. My guess is that's how far**
13 **back we were able to go.**
14 Q. This suggests to me you had a problem
15 with your help desk provider. Is that true?
16 **A. We switched providers.**
17 Q. Okay. What is the help desk in
18 relation to the DSMI? Just for the record,
19 describe that function for us.
20 **A. They handle hot line calls from the**
21 **RespOrgs.**

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1 Q. Okay. And anything else?
2 **A. They process RespOrg change requests.**
3 **They handle applications from new RespOrgs.**
4 Q. This is a contracted service with
5 another entity independent of DSMI, correct?
6 **A. Correct.**
7 Q. Who was the service provider prior to
8 this 5/29/96 period?
9 **A. Lockheed Martin, now Neustar.**
10 Q. Okay. Then did a change occur at some
11 point?
12 **A. A change occurred in September of '97,**
13 **I believe.**
14 Q. Okay. And it changed from
15 Lockheed/Neustar to what entity?
16 **A. Sykes, S-Y-K-E-S, Enterprises.**
17 Q. During the changeover from Neustar to
18 Sykes, some records were lost; is that correct?
19 **A. Correct.**
20 Q. And the records that would tell us the
21 status of these first 16 numbers that are shown

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1 on Exhibit A to your Exhibit 1 or affidavit,
2 those were some of the records that were lost?
3 **A. I believe that's correct.**
4 Q. When in '97 did the changeover occur?
5 **A. The official cut date was, I believe,**
6 **September 1st, '97.**
7 Q. And when did you discover that the
8 records had -- that some of the records didn't
9 make it through that transition?
10 **A. I don't know that. Probably later in**
11 **'97, early '98.**
12 Q. Where were they lost? Are hard copies
13 not kept?
14 MR. JENSEN: If he knew where it was
15 lost, then it's not lost.
16 BY MR. SMITH:
17 Q. Hard copies weren't kept of any of
18 these records?
19 **A. These were hard copies that were lost.**
20 Q. What efforts were made to find them?
21 **A. We searched the places we knew that**

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1 **they had been, and there was no record.**
2 Q. When did this search take place?
3 **A. Again, late '97, early '98.**
4 Q. Okay. Do you know that of your own
5 personal knowledge?
6 **A. Do I know what?**
7 Q. That the search took place at that
8 time period.
9 **A. That was a best guess.**
10 Q. Were you in charge of the search
11 process yourself?
12 **A. No.**
13 Q. Did you hear about the loss of the
14 records from someone else?
15 **A. Yes.**
16 Q. From whom did you hear about it?
17 **A. The manager of the help desk.**
18 Q. And that would be what name?
19 **A. Mark Wagner.**
20 Q. Was he a Neustar employee at that time
21 or was he a Sykes employee?

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1 **A. Sykes.**
2 Q. Okay. When you heard that, did you do
3 anything upon hearing it to institute a search
4 for the records personally?
5 **A. No.**
6 Q. Did you put somebody in charge of
7 searching?
8 **A. Mark was searching.**
9 Q. So did he say that I'm searching and
10 you said to keep at it or what? Did you order
11 him to search? Did you direct him?
12 **A. There was a collection of boxes that**
13 **were shipped from Lockheed Martin to the Sykes'**
14 **help desk. He verified that all of the boxes**
15 **were received that were missing in transport.**
16 **Lockheed had shipped everything that they had**
17 **supposedly. The paperwork wasn't there.**
18 Q. Were there follow-up efforts made?
19 **A. Those were the follow-up efforts.**
20 Q. Okay. And when you wrote your
21 affidavit here, which is Exhibit 1, did you try

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1 again to locate these records?

2 A. No.

3 Q. Aside from the records issue and what
4 we have in that regard, do you have any personal
5 knowledge as to these particular assignments of
6 these particular 16 numbers?

7 A. No.

8 Q. Okay. In paragraph 4.3 of the
9 affidavit, which is Exhibit 1, you're talking
10 about 64 numbers that were assigned to RespOrgs
11 other than Beehive subsequent to May 29, 1996,
12 based on these change authorizations. Do you
13 know what subscribers made these change
14 authorizations?

15 A. No.

16 Q. Why don't you know that?

17 A. **It's not my job to know that. I have**
18 **no reason to know that.**

19 Q. You don't look into subscriber
20 connection to RespOrgs?

21 A. No.

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1 Q. Okay. Do you know which RespOrgs are
2 referenced here in paragraph 4.3?

3 A. **Personally?**

4 Q. Well, can you tell from your
5 attachment to your affidavit, which is Exhibit A?

6 A. **Again, some probably.**

7 Q. Using the same process that we used as
8 to the 16?

9 A. **Again, ATX is AT&T.**

10 Q. First, for the record, tell us
11 where -- which pages of Exhibit A to Exhibit 1 to
12 the deposition --

13 A. **Page 4 starting at the very bottom.**

14 Q. Page 4 at the bottom. Starting with
15 the last two entries there at the bottom? Is
16 that where you're starting?

17 A. **Right.**

18 Q. And those are AT&T, right?

19 A. **Right.**

20 Q. Going forward then to pages five and
21 six, can you identify any other RespOrgs?

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1 A. **Again, on Page 5 is MCIO1.**

2 Q. It looks like PITO1 has a lot. Do you
3 know what that is?

4 A. **No, I don't. Those two are the only**
5 **two I'm sure of on those pages.**

6 Q. Now you're getting these records for
7 us, correct?

8 A. **Yes.**

9 Q. And they will tell us what RespOrgs
10 are involved, correct?

11 A. **Yes.**

12 Q. Will they tell us what subscribers are
13 involved?

14 A. **I'm not sure of that.**

15 Q. When these change requests -- when
16 these changes were requested that you've
17 testified about in paragraph 4.3, what, if
18 anything, did DSMI do at that time to verify the
19 accuracy of the RespOrg certification?

20 A. **There are standard processes within**
21 **the help desk, but DSMI is not involved in**

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1 **RespOrg change activities.**

2 Q. So that's a function of your contract
3 entity now Sykes, then Neustar, to do whatever
4 verification is done; is that correct?

5 A. **Correct.**

6 Q. Does DSMI as part of its contract with
7 this service provider entity stipulate or direct
8 that certain verification procedures as to
9 subscriber changes are to be followed?

10 A. **We don't have a contract with Sykes.**
11 **Their contract is with the RBOCs.**

12 Q. Okay. So do you know whether the
13 RBOCs through their contract with the service
14 provider stipulates or directs that certain
15 procedures of verification are to be followed
16 when a change form of this sort comes in?

17 A. **There are industry guidelines in place**
18 **that govern this process, and it is in their**
19 **contract, I believe, that they're supposed to**
20 **follow those guidelines.**

21 Q. What's the content of those?

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1 A. Of the guidelines?
2 Q. Yes. What procedures are stipulated?
3 A. There are specific designated
4 representatives within each of the RespOrg
5 companies that are authorized to sign these
6 RespOrg change forms. There are time frames in
7 which the changes have to be made. There are
8 provisions for a letter of authorization or a
9 letter of agency or something like that. I'm not
10 that familiar with some of them that's supposed
11 to be attached. That's a relatively recent
12 addition to the documentation.
13 Q. How recent?
14 A. I can't tell you. I'm not that
15 closely involved in the activities. I don't
16 know.
17 Q. So is it fair to say that whatever
18 verification protocols may be either required or
19 followed arises from the RBOC service provider
20 contract as that contract is informed by these
21 guidelines?

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1 A. No, I think the policies and
2 procedures are defined by the industry.
3 Q. That's what I meant by guidelines.
4 But that DSMI has no oversight rule in that
5 process?
6 A. We're not involved in the day-to-day
7 RespOrg change activities.
8 Q. You don't have any audit team or
9 oversight function there? "You," meaning DSMI.
10 A. Well, not other than normal contract.
11 Q. But you don't have a contract with the
12 service provider, correct?
13 A. Right.
14 Q. Okay. Again, looking at these 64, you
15 say they were assigned to RespOrgs other than
16 Beehive subsequent to May 29th. Do you know when
17 as to each number?
18 A. I don't.
19 Q. Did you know when as to each number in
20 August of 1998 when you wrote this affidavit?
21 A. Personally, no. I don't know the

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1 specific dates.
2 Q. You understand my question. I'm
3 saying when you, Michael Wade, sat down and wrote
4 Exhibit 1, your affidavit that's dated August of
5 '98, did you then know when exactly the 64
6 numbers -- or to use the terminology that we're
7 using here, when exactly these change orders came
8 in and when they were effected?
9 A. No.
10 Q. Did you inquire at that time, "that
11 time" meaning August of '98, as to when?
12 A. No.
13 Q. You must have made some inquiry
14 because you say in the last sentence that no such
15 changes occurred on or after July 13th of '98,
16 correct?
17 A. Right.
18 Q. So you did make some inquiry; is that
19 correct?
20 A. I must have.
21 Q. Then what inquiry did you make?

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1 A. I don't remember.
2 Q. Do-you remember to whom you made it?
3 A. No.
4 Q. Was it an employee of DSMI?
5 A. No, it would have been someone at the
6 help desk.
7 Q. Do you specifically recall who it was?
8 A. No.
9 Q. So you don't really specifically
10 recall that it was someone at the help desk as
11 opposed to someone else, correct?
12 A. No one other than the help desk would
13 know.
14 Q. Okay. But my question was, do you
15 specifically recall?
16 A. Recall what?
17 Q. To whom you made the inquiry.
18 A. No.
19 Q. You could have asked an employee to
20 check with the help desk, for example?
21 A. Possible.

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1 Q. Do you remember?
2 A. No.
3 Q. Okay. Do you remember the nature of
4 the feedback that you got at that time from
5 whomever as to the time that's referenced in
6 paragraph 4.3 of your affidavit?
7 A. I assume the feedback was what it says
8 here.
9 Q. I'm asking, can you remember anything
10 about this? What do you remember generally?
11 Anything?
12 A. No.
13 Q. Was it a report in writing? Was it a
14 phone call? What was it?
15 A. No idea.
16 Q. Do you remember how you phrased the
17 question that you put? In other words, did you
18 say to just tell me that none of them have
19 happened after July 13th, if that's the case?
20 Did you say something like that, do you remember?
21 A. I have no idea.

1 can he answer it?
2 BY MR. SMITH:
3 Q. This doesn't stick out in your mind, I
4 guess?
5 A. No.
6 Q. You don't remember it being a hot
7 point or an emergency of some sort?
8 A. I have about six emergencies a day. I
9 mean --
10 Q. Has that always been true ever since
11 you started at DSMI?
12 A. Uh-huh, yes.
13 Q. Just one fire after another?
14 A. It's a very active activity. It's a
15 very active service, and there's lots going on.
16 Q. Okay. So when a federal court orders
17 something by way of response, that doesn't stick
18 out in your mind?
19 A. I know that there were lots of
20 activities related to this Beehive litigation.
21 What one out of the hundred triggered this, I

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1 Q. Do you remember the circumstances that
2 required you to submit this affidavit?
3 A. Not specifically, no.
4 Q. Do you remember that you were ordered
5 by Judge Jenkins to account for the numbers?
6 MR. JENSEN: I'll object to that. I
7 think it mischaracterizes what Judge Jenkins may
8 have said.
9 BY MR. SMITH:
10 Q. Well, do you remember that this
11 affidavit was responsive to an inquiry of some
12 form from Judge Jenkins?
13 A. I don't know what the trigger was for
14 this.
15 Q. You don't know or you can't remember?
16 A. Well, if I can't remember, I don't
17 know.
18 Q. Did you ever know --
19 A. I don't understand it.
20 Q. Did you know at the time?
21 MR. JENSEN: If he can't remember, how

1 have no idea.
2 Q. Okay. Now prior to the disconnection
3 of the 629 numbers, May 29, 1996 -- do I have
4 that date right?
5 A. I don't know.
6 Q. You remember the disconnection that
7 I'm talking about though, don't you?
8 A. I remember we disconnected some of the
9 800-629 numbers.
10 Q. Weren't you in the process of
11 disconnecting all of them?
12 A. The ones that didn't have a valid
13 RespOrg associated with them, yes.
14 Q. Now prior to that time, had any person
15 or entity to your knowledge approached Bellcore
16 or DSMI expressing an interest in getting any of
17 these 629 numbers?
18 A. No. Again, that's not how the process
19 works.
20 Q. I don't care if that's how it works.
21 My question is, did anyone direct an inquiry to